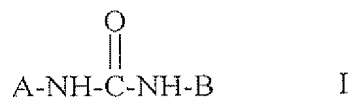


The listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Previously Presented) A method for the treatment of cancerous cell growth comprising administering a compound of formula I



wherein B is phenyl substituted by -Y-Ar and optionally substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n , wherein n is 0-3 and each X is independently selected from the group consisting of -CN, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_2\text{-C}_{10}$ alkenyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per halo-substituted $\text{C}_1\text{-C}_{10}$ alkyl, up to per halo-substituted $\text{C}_2\text{-C}_{10}$ alkenyl, up to per halo-substituted $\text{C}_1\text{-C}_{10}$ alkoxy, up to per halo-substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl;

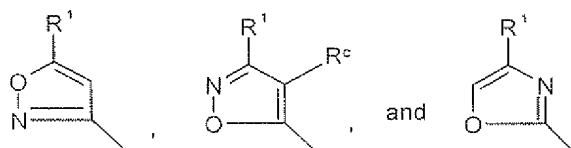
wherein R^5 and $\text{R}^{5'}$ are independently selected from H, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_2\text{-C}_{10}$ alkenyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, up to per-halosubstituted $\text{C}_1\text{-C}_{10}$ alkyl, up to per-halosubstituted $\text{C}_2\text{-C}_{10}$ alkenyl and up to per-halosubstituted $\text{C}_3\text{-C}_{10}$ cycloalkyl,

wherein Y is -O-, or -S-,

Ar is phenyl, or pyridinyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} , wherein n1 is 0 to 3 and each Z is independently selected from the group consisting of -CN, =O, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{-NR}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{SO}_2\text{R}^5$, $\text{SO}_2\text{NR}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, up to per halo-substituted $\text{C}_1\text{-C}_{10}$ alkyl, and up to per halo-substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl,

and

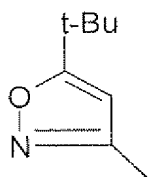
A is a heteroaryl moiety selected from the group consisting of



wherein

R^1 is selected from the group consisting of halogen, C_3 - C_{10} alkyl, C_3 - C_{10} cycloalkyl, C_1 - C_{13} heteroaryl, C_6 - C_{14} aryl, C_7 - C_{24} alkaryl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{13} heteroaryl, up to per-halosubstituted C_6 - C_{14} aryl, and up to per-halosubstituted C_7 - C_{24} alkaryl;

R^2 is hydrogen, halogen, C_1 - C_{10} alkyl, up to per-halosubstituted C_1 - C_{10} alkyl or combines with R^1 and the ring carbon atoms to which R^1 and R^2 are bound to form a 5- or 6-membered cycloalkyl, aryl or heteroaryl ring with 0-2 members selected from O, N and S; subject to the proviso that where A is

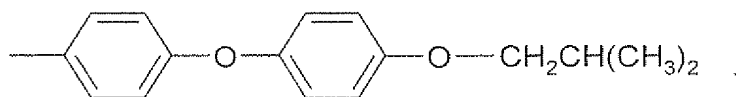


B is not



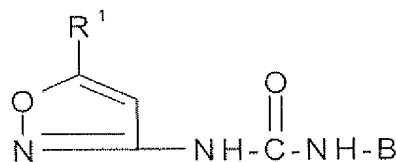
wherein $n = 2-4$,

or



2-8. (Cancelled)

9. (Original) A method as in claim 1 comprising administering a compound of the formula



wherein R¹ and B are as defined in claim 1.

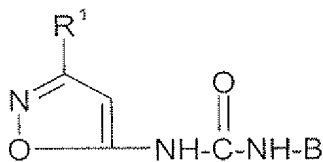
10. (Cancelled)

11. (Previously Presented) A method as in claim 1 comprising administering a compound selected from the group consisting of:

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-hydroxyphenyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-hydroxyphenyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-acetylphenyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-benzoylphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-phenyloxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methylaminocarbonylphenyl)-thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-(1,2-methylenedioxy)phenyl)-oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-methyl-3-pyridinyl)oxyphenyl)urea; and
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)oxyphenyl)urea;
and pharmaceutically acceptable salts thereof.

12. (Previously Presented) A method as in claim 9, wherein R¹ is t-butyl.

13. (Original) A method as in claim 1 comprising administering a compound of the formula



wherein R¹ and B are as defined in claim 1.

14. (Cancelled)

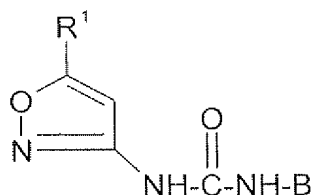
15. (Previously Presented) A method as in claim 1 comprising administering a compound selected from the group consisting of

N-(3-Isopropyl-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)thiophenyl)urea;
N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-methoxyphenyl)oxyphenyl)urea;
N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;
N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)thiophenyl)urea;
N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;
N-(3-*tert*-Butyl-5-isoxazolyl)-*N'*-(4-(4-methyl-3-pyridinyl)oxyphenyl)urea;
N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-methylphenyl)oxyphenyl)urea;
N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;
N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;
N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)thiophenyl)urea;
N-(3-(1-Methyl-1-ethylpropyl)-5-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea; and
N-(3-(1-Methyl-1-ethylpropyl)-5-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;
and pharmaceutically acceptable salts thereof.

16. (Original) A method as in claim 13, wherein R¹ is t-butyl.

17-36. (Cancelled)

37. (Currently amended) A compound of the formula



wherein R^1 is selected from the group consisting of C_3 - C_6 alkyl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_3 - C_6 alkyl and up to per-halosubstituted C_3 - C_{10} cycloalkyl;

B is phenyl substituted by X, and optionally substituted by halogen, up to per-halosubstitution, and optionally substituted by X^n wherein $n = 0-2$;

each X^1 is independently selected from the group of X or from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-NO_2$, $-NR^5R^{5'}$, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_1 - C_{10} -alkoxy, C_3 - C_{10} cycloalkyl, and C_6 - C_{14} and

X is $-Y-Ar$,

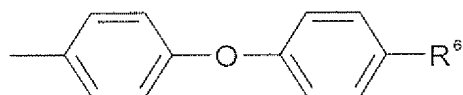
~~wherein if X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NO_2$, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$ and halogen up to per-halosubstitution;~~

wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_3 - C_{13} heteroaryl, C_7 - C_{24} alkaryl, C_4 - C_{23} alkheteroaryl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_{2-10} -alkenyl, and up to per-halosubstituted C_3 - C_{10} cycloalkyl,

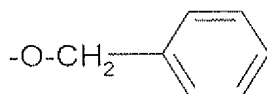
Y is $-O-$, or $-S-$, and

Ar is phenyl, or pyridinyl, which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)R^5$, $=O$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, $-SO_2R^5$, $-SO_2R^5R^{5'}$, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, C_3 - C_{10} cycloalkyl, substituted C_1 - C_{10} alkyl, and substituted C_3 - C_{10} cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $=O$, $-OR^5$, $-SR^5$, $-NO_2$, $-NR^5R^{5'}$, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, and C_3 - C_{10} cycloalkyl,

subject to the proviso that where R^1 is t-butyl, B is not



wherein R^6 is -NHC(O)-O-*t*-butyl, -O-*n*-pentyl, -O-*n*-butyl, -O-*n*-propyl, -C(O)NH-(CH₃)₂, -OCH₂CH(CH₃)₂, or



38-40. (Cancelled)

41. (Previously Presented) A compound as in claim 37 selected from the group consisting of:

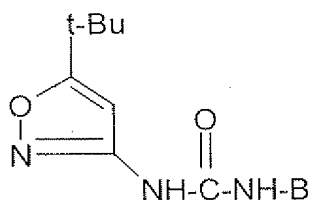
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-hydroxyphenyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-hydroxyphenyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-acetylphenyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-phenyloxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methylaminocarbonylphenyl)-thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-(1,2-methylenedioxy)phenyl)-oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)thiophenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-methyl-3-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-

oxyphenyl) urea;

N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

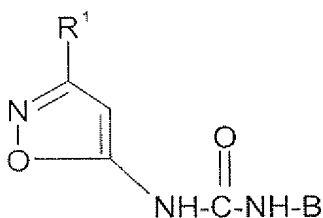
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-methylcarbamoyl)pyridyl)-thiophenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(2-methyl-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-carbamoyl)pyridyl)oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-carbamoyl)pyridyl)oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-methylcarbamoyl)pyridyl)-thiophenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea; and
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(3-methylcarbamoyl)phenyl)oxyphenyl) urea;
 and pharmaceutically acceptable salts thereof.

42. (Previously Presented) A compound according to claim 37, which is of the formula



wherein B is as defined in claim 37.

43. (Currently Amended) A compound of the formula



wherein R¹ is selected from the group consisting of C₃-C₆ alkyl, C₃-C₆ cycloalkyl, up to per-halosubstituted C₃-C₆ alkyl, and up to per-halosubstituted C₃-C₆ cycloalkyl, and
 B is phenyl, which is substituted by X, and optionally substituted by halogen, up to

per-halosubstitution, and optionally substituted by X^1_n , wherein $n = 0-2$;

each X^1 is independently selected from the group of X or from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, C_{2-10} -alkenyl, C_{1-10} -alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, $\text{C}_6\text{-C}_{14}$ aryl and $\text{C}_7\text{-C}_{24}$ alkaryl, and

X is $-\text{Y-Ar}$, and wherein if X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, CO_2R^5 , $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NO}_2$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$ and halogen up to per-halosubstitution;

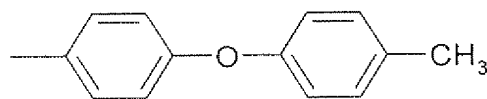
wherein R^5 and $\text{R}^{5'}$ are independently selected from H, $\text{C}_1\text{-C}_{10}$ alkyl, C_{2-10} -alkenyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, $\text{C}_6\text{-C}_{14}$ aryl, $\text{C}_3\text{-C}_{13}$ heteroaryl, $\text{C}_7\text{-C}_{24}$ alkaryl, $\text{C}_4\text{-C}_{23}$ alkheteroaryl, up to per-halosubstituted $\text{C}_1\text{-C}_{10}$ alkyl, up to per-halosubstituted C_{2-10} -alkenyl, and up to per-halosubstituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, wherein

Y is $-\text{O}-$, or $-\text{S}-$,

Ar is phenyl, or pyridinyl, which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $=\text{O}$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{SO}_2\text{R}^5$, $-\text{SO}_2\text{R}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, and substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $=\text{O}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$ and $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, and $\text{C}_3\text{-C}_{10}$ cycloalkyl,

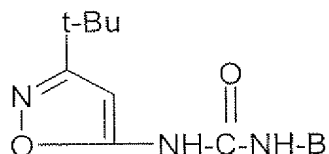
and where R^1 is $-\text{CH}_2\text{-t-butyl}$,

B is not



44-45. (Cancelled)

46. (Previously Presented) A compound according to claim 43, which is of the formula



wherein B is as defined in claim 43.

47-79. (Cancelled)

80. (Previously Presented) A method according to claim 1, wherein the cancerous cell growth is mediated by raf kinase.

81. (Previously Presented) A method according to claim 1, wherein R¹ is selected from the group consisting of halogen, C₃-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆₋₁₄ aryl, C₇₋₂₄ alkaryl, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆₋₁₄ aryl, and up to per-halosubstituted C₇₋₂₄ alkaryl.

82. (Previously Presented) A method according to claim 1, wherein lung carcinoma is treated.

83. (Previously Presented) A method according to claim 1, wherein pancreas carcinoma is treated.

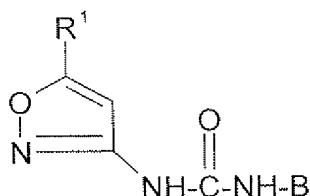
84. (Previously Presented) A method according to claim 1, wherein thyroid carcinoma is treated.

85. (Previously Presented) A method according to claim 1, wherein bladder carcinoma is treated.

86. (Previously Presented) A method according to claim 1, wherein colon carcinoma is treated.

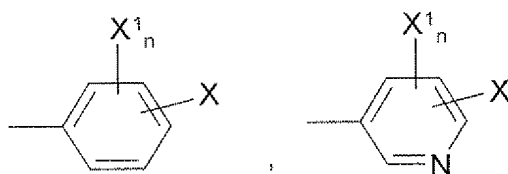
87. (Previously Presented) A method according to claim 1, wherein myeloid leukemia is treated.

88. (New) A compound of the formula



wherein R^1 is selected from the group consisting of halogen, C_3 - C_{10} alkyl, C_3 - C_{10} cycloalkyl, C_{1-13} -heteroaryl, C_{6-14} -aryl, C_{7-24} -alkaryl, up to per-halosubstituted C_1 - C_{10} alkyl and per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_{1-13} -heteroaryl, up to per-halosubstituted C_{6-14} -aryl, and up to per-halosubstituted C_{7-24} -alkaryl;

B is selected from the group consisting of



which is substituted or unsubstituted by halogen, up to per-halosubstitution, and wherein $n = 0-2$;

each X^1 is independently selected from the group of X or from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-NO_2$, $-NR^5R^{5'}$, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_{1-10} -alkoxy, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl and C_7 - C_{24} alkaryl, and

X is $-Y-Ar$, and

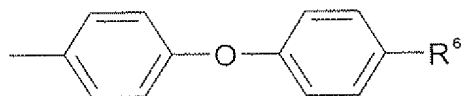
wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_3 - C_{13} heteroaryl, C_7 - C_{24} alkaryl, C_4 - C_{23} alkheteroaryl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_{2-10} -alkenyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_6 - C_{14} aryl and up to per-halosubstituted C_3 - C_{13} heteroaryl,

wherein Y is $-O-$, $-S-$, $-N(R^5)-$, $-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-NR^5C(O)NR^5R^{5'}$, $-NR^5C(O)-$, $-C(O)NR^5$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$, $-CHX^a$, $-CX^a_2-$, $-S-(CH_2)_m-$ and $-N(R^5)(CH_2)_m-$,

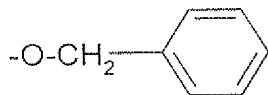
$m = 1-3$, and X^a is halogen; and

Ar is phenyl or pyridinyl which is unsubstituted or substituted by halogen up to perhalo and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $=\text{O}$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{SO}_2\text{R}^5$, $-\text{SO}_2\text{R}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, $\text{C}_6\text{-C}_{14}$ aryl, $\text{C}_3\text{-C}_{13}$ heteroaryl, $\text{C}_7\text{-C}_{24}$ alkaryl, $\text{C}_4\text{-C}_{23}$ alkheteroaryl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_7\text{-C}_{24}$ alkaryl and substituted $\text{C}_4\text{-C}_{23}$ alkheteroaryl; wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $=\text{O}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, $\text{C}_3\text{-C}_{13}$ heteroaryl, $\text{C}_6\text{-C}_{14}$ aryl, $\text{C}_4\text{-C}_{24}$ alkheteroaryl, and $\text{C}_7\text{-C}_{24}$ alkaryl, subject to the proviso that where R^1 is t-butyl,

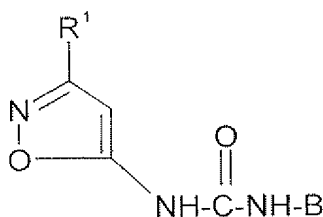
B is not



wherein R^6 is $-\text{NHC}(\text{O})\text{-O-t-butyl}$, $-\text{O-n-pentyl}$, $-\text{O-n-butyl}$, $-\text{O-n-propyl}$, $-\text{C}(\text{O})\text{NH}(\text{CH}_3)_2$, $-\text{OCH}_2\text{CH}(\text{CH}_3)_2$, or

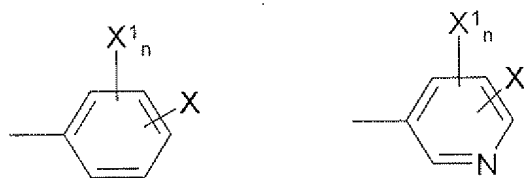


89. (New) A compound of the formula



wherein R^1 is selected from the group consisting of halogen, C_3 - C_{10} alkyl, C_{1-13} -heteroaryl, C_{6-14} -aryl, C_{7-24} -alkaryl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{10} alkyl, per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_{1-13} -heteroaryl, up to per-halosubstituted C_{6-14} -aryl, and up to per-halosubstituted C_{7-24} -alkaryl; and

B is an aromatic ring structure selected from the group consisting of



which is substituted or unsubstituted by halogen, up to per-halosubstitution, and wherein $n = 0-2$;

each X^1 is independently selected from the group of X or from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_{1-10} -alkoxy, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl and C_7 - C_{24} alkaryl, and X is $-\text{Y-Ar}$,

wherein R^5 and $\text{R}^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_3 - C_{13} heteroaryl, C_7 - C_{24} alkaryl, C_4 - C_{23} alkheteroaryl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_{2-10} -alkenyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_6 - C_{14} aryl and up to per-halosubstituted C_3 - C_{13} heteroaryl,

wherein Y is $-\text{O}-$, $-\text{S}-$, $-\text{N}(\text{R}^5)-$, $-(\text{CH}_2)_m-$, $-\text{C}(\text{O})-$, $-\text{CH}(\text{OH})-$, $-(\text{CH}_2)_m\text{O}-$, $-\text{NR}^5\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^5-$, $-(\text{CH}_2)_m\text{S}-$, $-(\text{CH}_2)_m\text{N}(\text{R}^5)-$, $-\text{O}(\text{CH}_2)_m-$, $-\text{CHX}^a$, $-\text{CX}^a_2-$, $-\text{S}-(\text{CH}_2)_m-$ and $-\text{N}(\text{R}^5)(\text{CH}_2)_m-$,

$m = 1-3$, and X^a is halogen; and

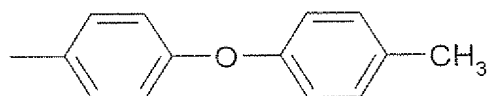
Ar is phenyl, or pyridinyl, which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $=\text{O}$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{SO}_2\text{R}^5$, -

SO₂ R⁵R^{5'}, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₇-C₂₄ alkaryl and substituted C₄-C₂₃ alkheteroaryl; wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, =O, -OR⁵, -SR⁵, -NO₂, -NR⁵R^{5'}, -NR⁵C(O)R^{5'} and -NR⁵C(O)OR^{5'}, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, C₃-C₁₀ cycloalkyl, C₃-C₁₃ heteroaryl, C₆-C₁₄ aryl, C₄-C₂₄ alkheteroaryl, and C₇-C₂₄ alkaryl, and where R¹ is t-butyl, B is not



and where R¹ is -CH₂-t-butyl,

B is not



90. (New) A compound selected from the group consisting of:
- N-(3-Isopropyl-5-isoxazolyl)-N'-(4-(4-pyridinyl)thiophenyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(4-(4-methoxyphenyl)oxyphenyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(5-(2-(4-acetylphenyl)oxy)pyridinyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(3-(4-pyridinyl)thiophenyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(4-(4-pyridinyl)methylphenyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(4-(4-pyridinyl)thiophenyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(4-(4-pyridinyl)oxyphenyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(4-(4-methyl-3-pyridinyl)oxyphenyl)urea;
 - N-(3-tert-Butyl-5-isoxazolyl)-N'-(3-(2-benzothiazolyl)oxyphenyl)urea;
 - N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-N'-(4-(4-methylphenyl)oxyphenyl)urea;
 - N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-N'-(3-(4-pyridinyl)thiophenyl)urea;
 - N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-N'-(4-(4-pyridinyl)oxyphenyl)urea;

N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-N'-(4-(4-pyridinyl)thiophenyl)urea;
 N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-N'-(5-(2-(4-methoxyphenyl)oxy)pyridinyl)urea;
 N-(3-(1-Methyl-1-ethylpropyl)-5-isoxazolyl)-N'-(4-(4-pyridinyl)oxyphenyl)urea;
 N-(3-(1-Methyl-1-ethylpropyl)-5-isoxazolyl)-N'-(3-(4-pyridinyl)thiophenyl)urea;
 N-(5-tert-Butyl-3-isoxazolyl)-N'-(4-(4-pyridinyl)methylphenyl)urea;
 N-(5-tert-Butyl-3-isoxazolyl)-N'-(3-(2-benzothiazolyl)oxyphenyl)urea;
 N-(3-tert-Butyl-5-isoxazolyl)-N'-(5-(2-(4-acetylphenyl)oxy)pyridinyl)urea;
 N-(3-tert-Butyl-5-isoxazolyl)-N'-(4-(4-pyridinyl)methylphenyl)urea;
 N-(3-tert-Butyl-5-isoxazolyl)-N'-(3-(2-benzothiazolyl)oxyphenyl)urea;
 N-(3-(1,1-Dimethylpropyl)-5-isoxazolyl)-N'-(5-(2-(4-methoxyphenyl)oxy)pyridinyl)urea;
 N-(5-tert-Butyl-3-isoxazolyl)-N'-(3-benzoylphenyl)urea;
 N-(5-tert-Butyl-3-isoxazolyl)-N'-(4-(4-pyridinyl)methylphenyl)urea;
 N-(5-tert-Butyl-3-isoxazolyl)-N'-(3-(2-benzothiazolyl)oxyphenyl)urea;
 and pharmaceutically acceptable salts thereof.

91. (New) A pharmaceutical composition comprising a compound according to claim 88 and a physiologically acceptable carrier.

92. (New) A pharmaceutical composition comprising a compound according to claim 89 and a physiologically acceptable carrier.

93. (New) A pharmaceutical composition comprising a compound according to claim 90 and a physiologically acceptable carrier.